

COLLEGE OF PHYSICIANS AND SURGEONS

CHARTER

AND

BY-LAWS

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1886

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in the City of New York
College of Physicians and Surgeons
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COLLEGE OF PHYSICIANS AND SURGEONS

CHARTER

AND

BY-LAWS

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At a quarterly meeting of the Trustees of the College of Physicians and Surgeons, held on Tuesday, May 4, 1886, the code of By-Laws, here printed, was formally adopted.

At the same meeting a committee was appointed, consisting of the President, Dr. Hubbard, and Mr. Choate, to put in correct form the charter of the College as now in force, and to print it, with the code of By-Laws, for the use of the members of the Board.

GEO. G. WHEELOCK, M.D.,

Registrar.

The Legislature of the State of New York, by an act passed March 24, 1791, authorized the Regents of the University to establish a College of Physicians and Surgeons, and enacted that the College so established should be forthwith thereafter a corporation, by such name and with such powers as the Regents should declare in their act of establishment. Pursuant to this authority the Regents, on March 12, 1807, established the College by the name of the College of Physicians and Surgeons in the City of New York, and ordained its original charter, which was amended by a further ordinance of the Regents on March 3, 1808. Other amendments were ordained by the Regents April 1, 1811. On June 4, 1812, the Regents revised the charter, adopting a draft reported for that purpose by Chief Justice Kent, then a member of the Board of Regents. The revised charter, so granted, was ratified and confirmed by the Legislature by an act passed April 5, 1813 ; and was amended by subsequent acts passed March 24, 1860, and April 17, 1885.

The following is a statement of the existing provisions of the charter of the College, as compiled from all the foregoing ordinances and statutes.

J. C. DALTON,
SAML. T. HUBBARD, } *Committee.*
JOSEPH H. CHOATE. }

NEW YORK, June 1, 1886.

CHARTER.

Whereas, since the establishment of the College of Physicians and Surgeons of this State by charter, dated March the twelfth, one thousand eight hundred and seven, it has been found necessary at several times to alter and amend the said charter: And whereas it has now become expedient for the better government of the said College to collect into one the original and supplementary charters, and to amend the same, so as to give greater stability and respectability to that Institution; Therefore, be it ordained, by virtue of the act, entitled "An Act, to enable the Regents of the University to establish a College of Physicians and Surgeons within this State," passed the 24th of March, 1791, and we do by these presents ordain, grant, and declare, that all such persons named in the original charter who did, according to an ordinance passed by us, the Regents of the University of the State of New York, on the third day of March, 1808, declare in writing (on or before the first day of May, in the year 1808) their acceptance of the appointment of member or Trustee of said College; and that they would, each of them, to the best of their abilities endeavor to promote the usefulness of the said College, and faithfully execute the duties required of them respectively, as members or Trustees of the said College, together with Samuel Bard, Benjamin De Witt, John Augustine

Smith, David Hosack, William James McNeven, John R. B. Rogers, Samuel L. Mitchell, John D. Jaques, Thomas Addis Emmet, Lyman Spaulding, Andrew Morton, Andrew Hunt, and Joseph Bloodgood, be, and hereby are constituted a body corporate and politic, in fact and in name, by the name of the "College of Physicians and Surgeons in the City of New York." And that they and their successors shall have perpetual succession, and by that name shall be in law capable to sue and be sued, plead and be impleaded, answer and be answered unto, defend and be defended, in all courts and places and in all matters and causes whatsoever, and to purchase, take, hold, and enjoy, and have, lands, tenements and hereditaments and real estate, in fee simple or for term of years or lives or any other manner whatsoever, and also goods, chattels, books, money, and all other things of what nature soever, which property, or the income thereof, shall be devoted to the maintenance or improvement of the several departments of instruction and research, established or hereafter to be established in said College; Provided, that the total amount of property, both real and personal, to be held by said College, shall not at any time exceed two millions of dollars. And the members or Trustees of the said College shall have a common seal, and may alter and renew the same at pleasure.

And be it further ordained, granted, and declared, that Samuel Bard, Benjamin De Witt, John Augustine Smith, David Hosack, William James McNeven, John R. B. Rogers, Samuel L. Mitchell, John D. Jaques, Thomas Addis Emmet, Lyman Spaulding, Andrew Morton,

Andrew Hunt, and Joseph Bloodgood, and such other persons as they or their successors may hereafter appoint, provided the whole number shall not at any time exceed twenty-five, shall be Trustees of the said College of Physicians and Surgeons; and that seven of the said Trustees, at any time resident in the City of New York, shall form a quorum for the transaction of business, and shall and may meet together on the first Tuesday in May and on the first Tuesdays in August, November, and February, in every year; and that on the days of these anniversary and quarterly meetings, but at no other time, they, the said Trustees, may enact such by-laws, rules and regulations, relative to the affairs and property of the said College, and relative to the duties of their President, Vice-President, Professors, Treasurer, Registrar, and other members, as they or a majority of them so met at such annual or quarterly meetings may think fit and proper: Provided, that such by-laws, rules and regulations, be not contrary to, or inconsistent with, the constitution and laws of this State, or the United States; and such by-laws, rules and regulations, shall remain the by-laws, rules and regulations, by which the said College shall be governed, and shall not be annulled, abrogated, or repealed, but by and with the consent of the majority of the Trustees of the said College, convened at an anniversary or quarterly meeting. And the Registrar of the said College shall provide a book, in which he shall make an entry of all the resolutions and proceedings which may be had from time to time, and also the annual reports relative to the state of the treas-

ury, and all such other things as a majority of the Trustees of the College assembled shall think proper, to which any member of the College may at any time have recourse; and the same, together with all the books, papers, and records which may be in the hands of the Registrar, and be the property of the College, shall be delivered to his successor in office; and the Treasurer of the said College shall receive and be accountable for all moneys which shall come into his hands, and shall pay the same in such manner as may be directed by a majority of the Board of Trustees, convened at their anniversary or quarterly meetings, and by a warrant for that purpose, signed by the President or Vice-President. And it is hereby further ordained, granted, and declared by us, that the Trustees of the said College shall, as far as they are able, at all times provide suitable apartments or lecturing rooms for all such professors as shall hereafter be appointed in and for the said College—which professors shall have the style and title of Professors of the College of Physicians and Surgeons; and that all the members of the said College shall be privileged at all times to attend, inspect, and notice all lectures or other modes of teaching by Professors in the said College; and that in case of the death or resignation of any professorship, or other vacancy in the said College, a majority of the Trustees at any of their meetings may appoint Lecturers in any branch of Medicine, or of the sciences connected therewith, until such time as a professor be appointed by them. And be it hereby ordained, granted, and declared, that the Board of Trustees of the

said College shall enact and put into effect all ordinances respecting the said College, as well with respect to education as all other matters and things,* and shall pay due attention to establishing and preserving for the use of said College an anatomical museum and chemical apparatus, and shall make an annual report to us in writing, or to the Chancellor of the University, in the month of November, in every year, respecting the funds and property of the said College, and all matters and things relative to the said College, and the students and professors thereof. And we do ordain, grant, and declare, that the said Trustees, Fellows, and Members of the College of Physicians and Surgeons in the City of New York, and their successors forever, shall enjoy all the corporate rights, privileges, and immunities which are hereby granted. And be it further ordained, that the members of the said College, who are not by this charter constituted Trustees, shall be Fellows; and that the Trustees shall have power to elect Fellows or members of the said College, who shall at all times have the privilege of attending all the public lectures and other courses of instruction delivered by the Professors in the said College, and who shall also have the privilege of visiting and inspecting the Anatomical Museum, the cabinets of mineralogy and natural history, and the library of the said College, under such regulations as the Trustees shall prescribe for that purpose.

* The right of conferring the degree of Doctor in Medicine, as well as that of appointing Professors, enacting By-Laws, and filling vacancies in the Board of Trustees, originally reserved to the Regents, was transferred to the Board of Trustees by an act of the Legislature passed March 24, 1860.

BY-LAWS.

I.

PRESIDENT.—The President shall preside at the meetings of the Board of Trustees; and, in conjunction with the President of Columbia College, at the annual Commencement exercises. He shall execute, or cause to be executed, the laws and ordinances of the Trustees, and shall communicate to the Board such matters, not otherwise provided for, as may require their action or consideration.

In case of the absence or disability of the President, the above duties shall be performed by the Vice-President; and, in case of the absence or disability of both, by the senior Trustee present on the occasion.

II.

REGISTRAR.—The Registrar shall issue all notices of meetings, and all necessary communications as to appointments, resolutions, and the like, not otherwise provided for; and shall act as secretary at the meetings.

He shall have the custody of the corporate seal, to be used only under the authority of the Board.

After each meeting of the Board he shall transcribe its proceedings into a minute-book, which shall be presented at the next subsequent meeting, and in which the minutes, when approved by the Board, shall be authenti-

cated by his official signature. After each quarterly meeting in November, and before the next quarterly meeting in February, the proceedings for that year shall be engrossed in a volume of the College Records, and therein verified and signed by the Registrar. The College Records shall be kept, in a fire-proof safe, in a place designated by the Board, and shall not be taken away from thence except on the written order of the President.

The Registrar shall examine the certificates of age, character, and study presented by candidates for graduation, and shall verify their completeness according to law and the ordinances of the College. He shall prepare the Annual Report of the College to the Regents of the University, and shall present the same to the Board at the quarterly meeting in November. The report, as adopted and authenticated by the Board, shall be transmitted by the Registrar to the Secretary of the Regents not later than November 15th.

In case of the absence or disability of the Registrar, his duties shall be performed by a substitute appointed by the President.

III.

TREASURER.—The Treasurer shall have charge of all moneys, title-deeds, and securities, and papers relating thereto, belonging to the College, and shall keep them, in the name of the corporation, in some safe and proper place of deposit.

The fiscal year of the College shall terminate on the fifteenth day of September. On or before the twentieth of October, the Treasurer shall submit to the Auditing

Committee his annual report, containing a full account of the College property in his possession and the income and expenditures for the preceding fiscal year, with the necessary vouchers and documents. On or before the twentieth of October he shall also furnish to the Registrar an abstract of his report, embracing such portions as are necessary for the Annual Report of the College to the Regents of the University. The Treasurer's annual report shall be presented to the Board of Trustees at the quarterly meeting in November.

At the quarterly meeting in May the Treasurer shall present to the Board of Trustees a report of the College property in his possession, showing the changes which have occurred since his last report, with a list of the investments; and he shall at all times be ready, on due notice, to make such report, when required by the Board to do so.

The signatures of both the Treasurer and the President shall be necessary for the registration, sale, or transfer of any of the above-described College property or securities.

IV.

EXECUTIVE MANAGER.—There shall be an Executive Manager, elected by the Board, whose duty it shall be to attend to the details of the management, current expenses, and requirements of the College building. He shall provide for the hiring and payment of employees, the supply of fuel and similar necessary materials, and in general all matters connected with the daily requirements of the College operations. He shall carry out such repairs, alterations, or improvements not otherwise pro-

vided for, as may be directed by the Board of Trustees or by the Committee on Land and Buildings. He shall collect the College income, arising from matriculation fees, graduation fees, rent of stores, and other similar sources; and he shall render to the Treasurer, at the end of each half of the College fiscal year, or oftener if required by the Treasurer, an account, with proper vouchers, of the income so collected and expenses incurred.

He shall notify the Finance Committee of matters requiring their attention; and he shall attend the meetings of said Committee and give information on all matters of College finance within his knowledge, whenever desired by them to do so.

V.

FINANCE COMMITTEE.—The Finance Committee shall consist of the Treasurer and two additional members of the Board. They shall consult in regard to investments, transfers of investments, incidental expenditures, and other similar financial business, whenever it may seem to them desirable. They shall recommend to the Board of Trustees any action in financial matters which they deem proper; and they may, in cases of emergency, when required by the interests of the College, authorize the Treasurer to take such action immediately. All transactions so authorized shall be reported by them at the next meeting of the Board.

VI.

COMMITTEE ON LAND AND BUILDINGS.—There shall be a Committee on Land and Buildings, consisting of three members of the Board, whose duty it shall be to visit

the land and buildings belonging to the College once in each month, or as often as they may deem advisable. They shall recommend to the Board such repairs, alterations, improvements, or other similar matters as they deem expedient; and whenever immediate action thereon is required by the interests of the College, they may authorize such action. All matters so authorized shall be reported by them at the next meeting of the Board. The Committee shall make, at the quarterly meeting in November, an annual report, showing the condition of the land and buildings, with any changes made during the year.

VII.

AUDITING COMMITTEE.—An Auditing Committee of three shall be elected at the quarterly meeting in February, to serve during the year. They shall audit the annual account of the Treasurer, and shall report on the same at the quarterly meeting in November.

VIII.

COMMITTEE ON EXAMINATIONS.—There shall be a Standing Committee of five, of whom the Registrar shall be one, to attend the examination of candidates for the degree of Doctor in Medicine. They shall report to the Board, from time to time, any matters relating to the examinations which in their judgment require consideration.

IX.

MEMBERSHIP OF COMMITTEES.—The membership of committees not otherwise provided for shall be filled by appointment by the President; and vacancies arising in

any committee, which need to be filled before the next meeting of the Board, shall be filled by appointment by the President of members *pro tempore*, to serve until the meeting of the Board.

X.

TRUSTEES.—Of the twenty-five members of the Board of Trustees, not more than twelve shall belong to the medical profession. No person occupying a full professorship in the College shall be also eligible as Trustee; provided always that the President and Vice-President of the College for the time being shall be *ex-officio* Trustees thereof.

The seat of any Trustee who shall have been absent from five successive quarterly meetings, without presenting an excuse satisfactory to the Board, after due notification, may be declared vacant.

XI.

ELECTIONS.—Vacancies in the Board of Trustees shall be filled by nominations made and seconded at a quarterly meeting, and an election held at a subsequent quarterly meeting. The same rule shall apply to the nomination and election of President, Vice-President, Registrar, and Treasurer.

XII.

MEETINGS.—Meetings of the Board shall be called at the College building, by notifications mailed to each member three days before the date of the proposed meeting. The notifications shall be directed to the business address of each member, as given in the City Directory, unless a different address be designated by him to the Registrar.

Special meetings, for business requiring immediate attention, may be called at any time, on threedays' notice, as above, in pursuance of an order from the President, or, in his absence or disability, from the Vice-President; and they shall be so called whenever desired, in writing, by any three members of the Board.

When nominations or elections are to take place, or when changes in the By-Laws are to be acted on, the purport of such proposed action shall be distinctly stated on the cards of notification; and in general, any unusual and important matter, for which the action or consideration of the Board is anticipated, shall be designated, as above, on the cards of notification.

At all meetings of the Board seven members shall form a quorum for the transaction of business.

The order of business at meetings of the Board shall be as follows:

1. Minutes of the last meeting.
2. Communications.
3. Reports of committees.
4. Special business.
5. Unfinished business.
6. Motions and resolutions.
7. Miscellaneous business.

XIII.

BY-LAWS.—Amendments to By-Laws, or new By-Laws, may be proposed and considered at any meeting of the Board; but they shall be acted on only at some quarterly meeting at least one month subsequent to that at which they were proposed.

COLUMBIA UNIVERSITY

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